

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:

NEW ASSIGNMENT

NATURE OF CONVEYANCE:

Notice of Grant of Security Interest

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Rauch Industries, Inc.		04/29/2005	CORPORATION: NORTH CAROLINA

RECEIVING PARTY DATA

Name:	PNC Bank, National Association, as Agent
Street Address:	2121 San Jacinto
Internal Address:	Suite 1850
City:	Dallas
State/Country:	TEXAS
Postal Code:	75201
Entity Type:	national banking association: UNITED STATES

PROPERTY NUMBERS Total: 33

Property Type	Number	Word Mark
Registration Number:	2780119	KLIPTONS
Registration Number:	2772208	TWIRL-BRITE
Registration Number:	2742432	R
Registration Number:	2733229	BRAVE HEART
Registration Number:	2706803	WIGGLEHEAD
Registration Number:	2656759	CHRISTOPHER RADKO
Registration Number:	2640355	SHINY BRITE
Registration Number:	2639933	CHRISTOPHER RADKO
Registration Number:	2618916	FANTASIA
Registration Number:	2616182	STARLIGHT STORE
Registration Number:	2605824	BUBBLE BRITE
Registration Number:	2557045	R
Registration Number:	2555982	SHIMMER-GLOW

TRADEMARK

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Registration Number:	2543007	CHRISTOPHER RADKO LITTLE GEMS COLLECTION
Registration Number:	2480202	SHINY BRITE
Registration Number:	2383739	DEER FRIENDS
Registration Number:	2373209	CHRISTOPHER RADKO HOME FOR THE HOLIDAYS
Registration Number:	2363757	THE DESIGNER TREE
Registration Number:	2333731	WOODLAND WINDS
Registration Number:	2333528	CHRISTOPHER RADKO HOME FOR THE HOLIDAYS
Registration Number:	2289283	CHRISTOPHER RADKO HOME FOR THE HOLIDAYS
Registration Number:	2286037	CHRISTOPHER RADKO HOME FOR THE HOLIDAYS
Registration Number:	2283705	CHRISTOPHER RADKO HOME FOR THE HOLIDAYS
Registration Number:	2251854	RISING STAR STORE
Registration Number:	2239538	CHRISTOPHER RADKO HOME FOR THE HOLIDAYS
Registration Number:	2215944	STARLIGHT
Registration Number:	2006196	RADKO
Registration Number:	2005720	CHRISTOPHER RADKO
Registration Number:	2005716	
Registration Number:	2002476	CHRISTOPHER RADKO
Registration Number:	2002475	CHRISTOPHER RADKO
Serial Number:	76267399	SPARKLETOWN
Serial Number:	76208402	SHINY BRITE

CORRESPONDENCE DATA

Fax Number: (919)416-8339
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 919 286-8049
 Email: PTO_TMconfirmation@mvalaw.com
 Correspondent Name: Moore & Van Allen PLLC
 Address Line 1: 430 Davis Drive
 Address Line 2: Suite 500
 Address Line 4: Morrisville, NORTH CAROLINA 27650

NAME OF SUBMITTER:	Charles L. Evans
Signature:	/Charles L. Evans/
Date:	06/09/2005

Total Attachments: 5
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NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that pursuant to the Amended and Restated Revolving Credit and Security Agreement dated as of April 29, 2005 (as the same may be amended, modified, extended or restated from time to time, the "Loan Agreement") by and among Rauch Industries, Inc., a North Carolina corporation ("Rauch") and Starad Inc., a New York corporation ("Starad") (collectively, the "Borrowers" and individually a "Borrower"), the financial institutions which are now or which hereafter become a party thereto (collectively, the "Lenders" and individually a "Lender") and PNC Bank, National Association, as agent for Lenders (in such capacity, the "Agent"), the undersigned Borrower has granted a continuing security interest in and continuing lien upon, the trademarks and trademark applications referenced below to the Agent:

TRADEMARKS

<u>Trademark No.</u>	Description of Trademark <u>Item</u>	Date of <u>Trademark</u>
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See Schedule A attached hereto.

Trademark Applications

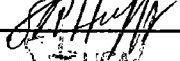
<u>Trademark Applications No.</u>	Description of Trademark <u>Applied For</u>	Date of Trademark <u>Applications</u>
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See Schedule A attached hereto.

The undersigned Borrower and the Agent, hereby acknowledge and agree that the security interest in the trademarks and trademark applications set forth in Schedule A hereto (i) may only be terminated in accordance with the terms of the Loan Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

RAUCH INDUSTRIES, INC.

By: 
Name: STEVEN R. HUFFET
Title: PRESIDENT & CEO

Acknowledged and Accepted:

PNC BANK, NATIONAL ASSOCIATION, as Agent

By: _____
Name: _____
Title: _____

The undersigned Borrower and the Agent, hereby acknowledge and agree that the security interest in the trademarks and trademark applications set forth in Schedule A hereto (i) may only be terminated in accordance with the terms of the Loan Agreement and (ii) is not to be construed as an assignment of any trademark or trademark application.

Very truly yours,

RAUCH INDUSTRIES, INC.

By: _____
Name: _____
Title: _____

Acknowledged and Accepted:

PNC BANK, NATIONAL ASSOCIATION, as Agent

By: Timothy S. Culver
Name: TIMOTHY S. CULVER
Title: VP

**Rauch Industries, Inc.
(North Carolina Corporation)**

U.S. Trademarks

Registered Marks

Mark	Registration No.	Registration Date
KLIPTONS	2780119	11/4/03
TWIRL-BRITE	2772208	10/7/03
R and Design	2742432	7/29/03
BRAVE HEART	2733229	7/1/03
WIGGLEHEAD	2706803	4/15/03
CHRISTOPHER RADKO and Design	2656759	12/3/02
SHINY BRITE	2640355	10/22/02
CHRISTOPHER RADKO	2639933	10/22/02
FANTASIA	2618916	9/10/02
STARLIGHT STORE	2616182	9/10/02
BUBBLE BRITE	2605824	8/6/02
R and Design	2557045	4/2/02
SHIMMER-GLOW	2555982	4/2/02
CHRISTOPHER RADKO LITTLE GEMS COLLECTION	2543007	2/26/02
SHINY BRITE	2480202	8/21/01
DEER FRIENDS	2383739	9/5/00
CHRISTOPHER RADKO HOME FOR THE HOLIDAYS and Design	2373209	8/1/00
THE DESIGNER TREE	2363757	7/4/00
WOODLAND WINDS	2333731	3/21/00
CHRISTOPHER RADKO HOME FOR THE HOLIDAYS and Design	2333528	3/21/00
CHRISTOPHER RADKO HOME FOR THE HOLIDAYS and Design	2289283	10/26/99
CHRISTOPHER RADKO HOME FOR THE HOLIDAYS and Design	2286037	10/12/99
CHRISTOPHER RADKO HOME FOR THE HOLIDAYS and Design	2283705	10/5/99
RISING STAR STORE	2251854	6/8/99
CHRISTOPHER RADKO HOME FOR THE HOLIDAYS and Design	2239538	4/13/99
STARLIGHT	2215944	1/5/99
RADKO	2006196	10/8/96
CHRISTOPHER RADKO and Design	2005720	10/8/96
DESIGN ONLY	2005716	10/8/96
CHRISTOPHER RADKO (Stylized Letters)	2002476	9/24/96
CHRISTOPHER RADKO	2002475	9/24/96

Pending Applications

Mark	Application No.	Filing Date
SPARKLETOWN	76267399	6/5/01
SHINY BRITE	76208402	2/12/01

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RECORDED: 06/09/2005

TRADEMARK
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